

THE HONORABLE BENJAMIN H. SETTLE

UNITED STATES DISTRICT COURT
WESTERN DISTRICT OF WASHINGTON
AT TACOMA

TODD BRINKMEYER

Petitioner,

v.

WASHINGTON STATE LIQUOR AND
CANNABIS BOARD,

Respondent.

Case No. 3:20-cv-05661-BHS

**DECLARATION OF SCOTT ATKISON IN
SUPPORT OF PETITIONER'S MOTION
FOR SUMMARY JUDGMENT**

I, Scott Atkison, hereby declare and state as follows:

1. I am over the age of eighteen, have personal knowledge of the matters contained in the Declaration, and am competent to testify thereto.

2. I am the approved licensee for five marijuana retail stores (the "Stores") licensed by the Washington State Liquor and Cannabis Board (the "LCB"). As a part owner of the Stores, I exercise oversight of store operations.

3. I have been close friends with Todd Brinkmeyer for 25 years. Todd currently lives 30 minutes from me. I reside in Washington, and Todd resides in Idaho.

4. Todd has provided business advice to me and has made loans to the Stores. I value his business advice and judgment. However, because Todd is not a Washington resident, I cannot

1 compensate him with an equity share in the Stores in the same manner that other, non-cannabis
2 businesses are able to compensate their advisors or employees. From my experience as a business
3 owner and executive in other industries, I recognize that the inability to compensate advisors and
4 employees with equity interferes with the Stores' ability to attract and retain the best talent.

5 5. I have survived for over seven years with Stage IV cancer, however, my health has
6 progressed to where it is prudent for me to plan out the disposition of my estate. That includes
7 making arrangements to ensure continuity of business operations at the Stores. I care about the
8 team who has contributed to the Stores' success, and I do not wish to see my ownership sold under
9 duress, which could put undue stress on the Stores' other owners and business operations. I want
10 to make sure that I can hand my ownership over to someone that I trust will do right by the other
11 owners, the Stores, and the team members. The person I believe to be the best for carrying on the
12 same ownership values and principles that I have brought to the Stores is Todd Brinkmeyer. As
13 part of my estate planning, I would like to transfer part of my ownership interest in the Stores to
14 Todd, and I will do so if the LCB will allow it.

15 6. Further, if the State is enjoined from enforcing the Residency Requirements (as
16 defined in the concurrently filed Motion for Summary Judgment), and if the LCB approves Todd's
17 application related to the transaction, I will immediately transfer a portion of my interest in the
18 Stores to Todd to reflect the advice he has given me on operating the Stores. I would transfer half
19 of the stock I hold in No. 259, Inc. to Todd, which would give him a membership interest in
20 Insangu, LLC. Additionally, I plan to transfer additional equity to Todd in the event of my passing.
21 I understand that Todd would accept the grants of interest if the LCB allows it. The only thing
22 stopping Todd and me from moving forward with the transactions described in this declaration is
23 that the LCB has confirmed it will rely on the Residency Requirements to deny Todd's application
24 to hold equity in the Stores.

Miller Nash LLP
Pier 70 | 2801 Alaskan Way | Suite 300
Seattle, WA 98121-1128
206.624.8300 | Fax: 206.340.9599

DECLARATION OF SERVICE

I, Jennifer L. Schnarr, hereby declare under penalty of perjury under the laws of the United States and the state of Washington that on this 1st day of February, 2022, a copy of the foregoing document was served upon the attorneys of record in the above cause as follows:

Penny Allen, WSBA No. 18821
Ellen Range, WSBA No. 51334
Assistant Attorney General
1125 Washington Street SE
PO Box 40110
Olympia, WA 98504-0110
Tel: 360.753.2702
Email: PennyL.Allen@atg.wa.gov
Ellen.Range@atg.wa.gov

☐ via Hand Delivery
☐ via U.S. Mail
☐ via Facsimile
☒ via E-Service
☒ via Email

Attorneys for Respondent

Executed at Burien, Washington, this 1st day of February, 2022.

s/Jennifer L. Schnarr

Jennifer L. Schnarr, Legal Assistant